

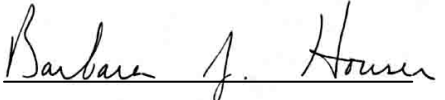


**ENTERED**

TAWANA C. MARSHALL, CLERK  
THE DATE OF ENTRY IS  
ON THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed March 16, 2010

  
United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION

IN RE:	§	Chapter 11
	§	
WINMAR PIZZA, L.P., <i>et al.</i>	§	Case No. 09-33027-BJH-11
Debtors-in-Possession	§	(Jointly Administered)

**ORDER DENYING DEBOTRS' AMENDED MOTION FOR ORDER AUTHORIZING  
SALE OF ASSETS FREE AND CLEAR OF LIENS, CLAIMS AND ENCUMBERANCES  
PURSUANT TO 11 U.S.C. § 363 (F) WITH ASSIGNMENT OF EXECUTORY  
CONTRACTS AND UNEXPIRED LEASES**

On March 15, 2010, the Court considered the Debtor's Amended Motion for Order Authorizing Sale of Assets Free and Clear of Liens, Claims and Encumbrances Pursuant to 11 U.S.C. §363 (f) with Assignment of Executory Contracts and Unexpired Leases (the "Amended Sale Motion"). Having considered the pleadings on file, the positions of the parties and the arguments of counsel, the Court finds that the relief requested can not be granted over The Frost National Bank's ('Frost') lack of consent to a sale of its collateral for less than the value of Frost's lien. It is therefore:

ORDERED that the Amended Sales Motion is denied.

###END OF ORDER###